

WRITTEN RESOLUTION
of
B9 DEVELOPMENTS LIMITED
(the "**Company**")

Circulation Date: 11 August 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that resolutions 1 to 4 (inclusive) below are passed as special resolutions and resolutions 5 to 7 (inclusive) below are passed as ordinary resolutions (the "**Resolutions**").

SPECIAL RESOLUTIONS

1. A special resolution that the company be wound up voluntarily
2. A special resolution that notwithstanding the appointment of the Liquidator all the powers of the Directors shall continue for the beneficial winding up of the company.
3. A special resolution that the liquidator be and is hereby authorised to distribute among the members in specie or in kind the whole or any part of the assets of the company and to determine how such divisions shall be carried out as between the members.
4. A special resolution that the liquidator be and is hereby authorised under the provisions of Article 140(2)(a) of the Insolvency (NI) Order 1989 to exercise the powers laid down in Part 1 of Schedule 2 of the said Order.

ORDINARY RESOLUTIONS

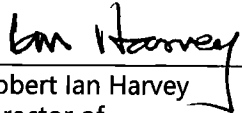
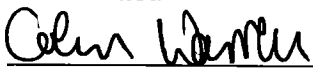
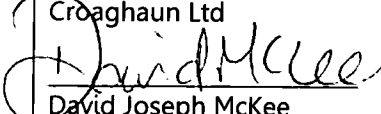
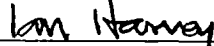
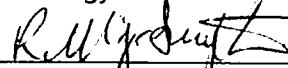
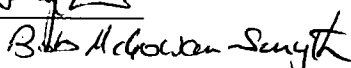
5. An ordinary resolution that Seamas Keating of PKF-FPM Accountants Limited, 1- 3 Arthur Street, Belfast, Co Antrim, BT1 4GA be and is hereby appointed liquidator of the company.
6. An ordinary resolution that the liquidator's remuneration for dealing with the matters arising in the liquidation will be based on a fixed fee of £5,000 plus VAT and outlays and that such remuneration and outlays will be paid out of the assets of the company as and when funds permit without further recourse to members. Outlays are estimated to be: Software fee £300 plus VAT, Advertising £340 plus VAT, Bond £198 plus VAT and bank charges.
7. An ordinary resolution that the liquidator can destroy the company's books and records, one year after the dissolution of the company.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions set out above (the "**Resolutions**").

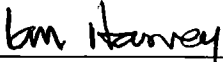
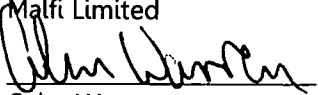
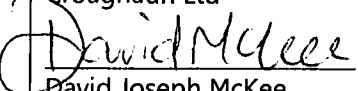
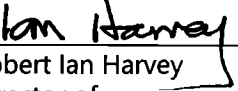
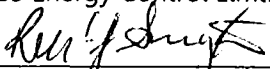
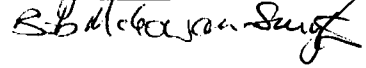
SPECIAL RESOLUTIONS

The undersigned, being the persons entitled to vote on the Special Resolutions on the Circulation Date hereby irrevocably agree to the Special Resolutions:

 Robert Ian Harvey Director of Malfi Limited	<u>20/08/21</u>
 Colm Warren Director of Croaghau Ltd	<u>20/08/21</u>
 David Joseph McKee Director of David McKee Ltd	<u>20/08/21</u>
 Robert Ian Harvey Director of B9 Energy Control Limited	<u>20/08/21</u>
 Colm Walsh  Director of Crescent Capital III LLP / Crescent Capital NI Limited	<u>20/08/21</u>

ORDINARY RESOLUTIONS

The undersigned, being the persons entitled to vote on the Ordinary Resolutions on the Circulation Date hereby irrevocably agree to the Ordinary Resolutions:

 Robert Ian Harvey Director of Malfi Limited	<u>20/08/21</u>
 Colm Warren Director of Croaghaun Ltd	<u>20/08/21</u>
 David Joseph McKee Director of David McKee Ltd	<u>20/08/21</u>
 Robert Ian Harvey Director of B9 Energy Control Limited	<u>20/08/21</u>
 Colm Walsh  Director of Crescent Capital III LLP / Crescent Capital NI Limited	<u>20/08/21</u>

NOTES

1. In order to pass the Ordinary Resolutions, votes from over 50% of eligible members are required; in order to pass the Special Resolutions, votes from over 75% of eligible members are required.
2. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **By Hand.** Deliver the signed copy to the Directors at the Company's registered office address; or
 - **Post.** Return the signed copy by post to the Directors at the Company's registered office address.
3. If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless sufficient agreement has been received for the Resolutions to pass by the date falling 28 days following the Circulation Date, they will lapse. If you agree to this Resolution, please indicate your agreement and notify us as soon as possible.
6. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
7. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.